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REFERENCE : 654058 81178A

AUTHORIZATION : *Patricia Pizito*

COST LIMIT : \$ 175.00

ORDER DATE : August 4, 1995

ORDER TIME : 10:25 AM

ORDER NO. : 654058

CUSTOMER NO: 81178A

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CUSTOMER: Sigrid M. Henshaw, Esq
SIGRID M. HENSHAW, PA

Suite 106
2804 Del Prado Boulevard
Cape Coral, FL 33904

DOMESTIC FILING

NAME: CAPE VILLAGE CONDOMINIUM
ASSOCIATION, INC.

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☒ ARTICLES OF INCORPORATION
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY **** TWO (2) CERTIFIED COPIES ****
☐ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jennifer Moran

EXAMINER'S INITIALS:

AUG 4 1995

BSR

ARTICLES OF INCORPORATION
OF

CAPE VILLAGE CONDOMINIUM ASSOCIATION, INC.

A NOT-FOR-PROFIT CORPORATION

The undersigned for the purposes of forming a corporation not-for-profit under and pursuant to Chapter 617, Florida Statutes, hereby adopts the following Articles of Incorporation:

ARTICLE I

NAME

The name of this corporation shall be CAPE VILLAGE CONDOMINIUM ASSOCIATION, INC. ("Association").

ARTICLE II

PURPOSES

The purposes for which this Association is formed are as follows:

A. To form an "Association" as defined in Chapter 718, Florida Statutes, as enacted upon the date of recordation of the Declaration ("Condominium Act"), and, as such, to operate, maintain, repair, improve, reconstruct and administer the condominium property of, and to perform the acts and duties necessary and desirable for the management of the Units and Common Elements in Cape Village, a Condominium (hereinafter referred to as the "Condominium") and to own, operate, lease, sell and trade property, whether real or personal, including Units in the Condominium, as may be necessary or convenient in the administration of the Condominium.

B. To carry out the duties and obligations and receive the benefits given the Association by the Declaration of Condominium ("hereinafter referred to as "Declaration") of the Condominium including, without limitation, the power to impose assessments on its members for payment of the Common Expenses of the Condominium and to collect assessments by enforcement of lien rights and as otherwise permitted by law, in accordance with the terms and provisions of the Declaration.

C. To establish Bylaws for the operation of the Condominium Property ("hereinafter referred to as "Bylaws"), provide for the administration of the Association and rules and regulations for governing the same, and enforce the provisions of the Condominium Act, the Declaration, these Articles of Incorporation and the Bylaws.

D. To contract for the management of the Condominium and to delegate to the party with whom such contract has been executed the appropriate powers and duties of the Association except those which require specific action by or approval of the Board of Administration or members of the Association (hereinafter referred to as "Members"), and to contract for services to be provided to the Members, including pest and termite control services on behalf of all Members.

E. To sue and be sued and appear and defend in all actions and proceedings in its corporate name to the same extent as a natural person.

F. The Association shall have all of the common law and statutory powers provided under the laws of the State of Florida,

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and those powers provided by the Condominium Act, the Declaration, these Articles and the Bylaws of the Association.

ARTICLE III

MEMBERS

A. All Unit Owners in the Condominium operated by the Association shall automatically be Members of the Association and their memberships shall automatically terminate when titles to their Units are conveyed. If a Member properly conveys title to his Unit under the provisions of the Declaration, the new Owner shall automatically acquire membership in the Association. Membership certificates are not required and will not be issued.

B. Each Unit shall have one (1) vote in all elections of the Association. An individual, corporation or other entity owning an interest in more than one Unit may be designated as the "Voting Member" for each Unit in which he or it owns an interest.

C. If a Unit is owned by more than one person, the Owners of said Unit shall designate one of them as the Voting Member, or in the case of a corporate Unit Owner or other entity, an officer or partner or employee thereof shall be designated as the Voting Member. The designation of the Voting Member shall be made as provided by and subject to the provisions and restrictions set forth in the Bylaws of the Association.

D. The share of a Member in the funds and assets of the Association cannot be assigned, hypothecated or transferred in any manner except as an appurtenance to his Unit. No part of the income of the Association shall be distributed to its Members, directors or officers.

ARTICLE IV

EXISTENCE

This Association shall have perpetual existence.

ARTICLE V

SUBSCRIBER

The name and street addresses of the subscriber to these Articles of Incorporation are as follows:

NAME

ADDRESS

Christel Mahler-Wolf

1510 S.E. 20th Court
Cape Coral, FL 33990

ARTICLE VI

DIRECTORS

A. The affairs and property of the Association shall be managed and governed by a Board of Administration (sometimes hereinafter referred to as the "Board of Directors") composed of not less than three (3) persons (hereinafter referred to as "Directors"). The first Board of Administration shall have three (3) members and, in the future, the number and qualifications shall be determined from time to time in accordance with the Association's Bylaws within the limits prescribed herein.

B. The Directors named in Article VII shall serve until the first election of directors as provided in the Bylaws and any vacancies in their number occurring before the first election shall be filled by the remaining Directors. Thereafter, Directors shall be elected by the Members in accordance with the Bylaws at the

regular annual meetings of the membership of the Association. Directors shall be elected to serve for a term of one (1) year and, in the event of a vacancy, the remaining Directors may appoint a Director to serve the balance of said unexpired term.

C. All officers shall be elected by the Board of Administration in accordance with the Bylaws at the regular annual meeting of the Board as established by the Bylaws. The Board of Administration shall elect from among the Members of the Board a President, Vice President, Secretary, Treasurer and such other officers as it shall deem desirable.

ARTICLE VII

FIRST BOARD OF ADMINISTRATION

The following persons shall constitute the first Board of Administration and shall serve until the first election of the Board of Administration at the first regular meeting of the membership:

<u>Name</u>	<u>Address</u>
Christel Mahler-Wolf	1510 S.E. 20th Court Cape Coral, FL 33990
Bernd Wolf	1510 S.E. 20th Court Cape Coral, FL 33990
Verena Huth	c/o B. Wolf 1510 S.E. 20th Court Cape Coral, FL 33990

ARTICLE VIII

OFFICERS

Subject to the direction of the Board of Administration, the affairs of the Association shall be administered by officers who shall be elected by and serve at the pleasure of said Board of Administration. The following person shall constitute the initial officer of the Association and shall continue to serve as such until replaced by the Board of Administration:

<u>Name</u>	<u>Address</u>
Christel Mahler-Wolf, President/Secretary/Treasurer	1510 S.E. 20th Court Cape Coral, FL 33990

ARTICLE IX

BYLAWS

A. The Bylaws of this Association shall be adopted by the Board of Administration and attached to the Declaration to be filed among the Public Records of Lee County, Florida. The Bylaws may be amended by the Members in the manner provided in said Bylaws.

B. No amendment to the Bylaws shall be passed without the consent or joinder of the Developer so long as Developer owns one (1) or more Units in the Condominium.

C. No amendment to the Bylaws shall be passed which would operate to impair or prejudice the rights or liabilities of any Mortgagee holding a lien upon a Unit in the condominium.

D. No Bylaw shall be revised or amended by reference to its title or number only. Proposals to amend existing Bylaws shall contain the full text of the Bylaws to be amended; new words shall be inserted in the text underlined, and the words to be deleted

shall be lined through with hyphens. However, if the proposed change is so extensive that this procedure would hinder, rather than assist, the understanding of the proposed amendment, it is not necessary to use underlining and hyphens as indicators of words added or deleted, but, instead, a notation must be inserted immediately preceding the proposed amendment in substantially the following language: "Substantial rewording of bylaw. See Bylaw _____ for present text." Nonmaterial errors or omissions in the Bylaw process shall not invalidate an otherwise properly promulgated amendment.

ARTICLE X

AMENDMENTS

A. Proposals for amendments to these Articles of Incorporation which do not conflict with the Condominium Act or the Declaration may be made either by resolution adopted by the Board of Directors or by a written proposal for amendment signed by any member of the Association. Such proposals shall be in writing and shall be delivered to the Association President who shall thereupon call a special meeting of the Members not less than ten (10) days nor more than sixty (60) days following his or her receipt of the proposed amendment. Should the President fail to call such special meeting, the Members may, in lieu thereof, call a special meeting. Such request shall state the purposes or purposes of the proposed amendment(s). Notice of such special meeting shall be given and posted in the manner provided in the Bylaws. An affirmative vote of sixty percent (60%) of all Members (not just those voting) shall be required for approval of the proposed amendment or amendments.

B. Any Member may waive the requirements of this Article as to the notice of special meetings to vote on proposed amendments to these Articles of Incorporation, either before, at or after a membership meeting at which a vote is taken to amend these Articles, and any amendment passed by sixty percent (60%) of the membership shall not be invalid merely because some members did not receive notice of the special meeting.

ARTICLE XI

INDEMNIFICATION

Every Director and officer of the Association shall be indemnified by the Association against all expenses and liabilities, including counsel fees reasonable incurred by or imposed upon him or her, in connection with any proceedings or any settlement thereof, to which he or she may be a party, or in which he or she may become involved by reason of his or her being or having been a Director or officer of the Association, whether or not he or she is a Director or officer at the time such expenses are incurred, except in such cases wherein the Director or officer in bad faith commits an act of willful malfeasance in the performance of his or her duties; provided, that all settlements must be approved by the Board of Administration as being in the best interest of the Association. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such Director or officer may be entitled. However, the right of indemnification shall not be applicable to any person who receives regular compensation for his or her duties from which the claim arises except to the extent such acts are covered by insurance and then only to that extent.

ARTICLE XII

REGISTERED AGENT; REGISTERED AND PRINCIPAL OFFICE

The address of the Registered Office and Principal Office of the Corporation in the State of Florida shall be at 1510 S.E. 20th

Court, Cape Coral, FL 33990. The mailing address of the Corporation shall be the same as the address of its Registered Office and Principal Office. The name of the Registered Agent of the Corporation at the aforesaid address is Christel Mahler-wolf.

IN WITNESS WHEREOF, the undersigned, for the purpose of forming a Corporation as herein provided under the laws of the State of Florida, does make, subscribe, acknowledge and file the foregoing Articles of Incorporation, and hereby certifies the facts stated herein to be true, all being done as of this 3rd day of August, 1995.

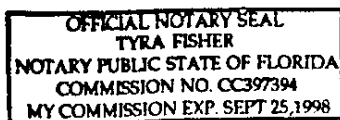
Christel Mahler-Wolf
CHRISTEL MAHLER-WOLF

ACKNOWLEDGMENT

State of Florida)
) ss:
County of Lee)

I hereby certify that before me, the undersigned authority, duly authorized to take acknowledgements and administer oaths in the State of Florida, personally appeared CHRISTEL MAHLER-WOLF, who identified herself to me by her FL Driver's License #W410-113-64-768, which expires on 7/28/97, as the person who made and subscribed to the foregoing Articles of Incorporation, and certified and acknowledged to me that said Articles were executed by her as her voluntary act and deed for the uses and purposes therein expressed.

WITNESS my hand and seal as of this 3rd day of August, 1995.



Tyra Fisher
Notary Public: Tyra Fisher
Commission No.: C397394
Commission Expires: 9/25/98

ACCEPTANCE BY REGISTERED AGENT

THE UNDERSIGNED, pursuant to Florida Statutes Section 48.091, having been named to act as Registered Agent of the Corporation known as CAPE VILLAGE CONDOMINIUM, does hereby accept the appointment as Registered Agent of said Corporation.

DATED this 3rd day of August, 1995.

Christel Mahler-Wolf
CHRISTEL MAHLER-WOLF